



TRINIDAD AND TOBAGO SECURITIES AND EXCHANGE COMMISSION

**In the Matter of the Contravention of Sections 64(1)(a), (b) and (c) of the Securities Act,
Chapter 83:02 of the Laws of the Republic of Trinidad and Tobago**

By

National Flour Mills Limited

ORDER OF THE COMMISSION

Dated this 16th day of November, 2022

WHEREAS Sections 64(1)(a), (b) and (c) of the Securities Act Chapter, 83:02 of the Laws of the Republic of Trinidad and Tobago (“the Act”) impose certain obligations on Reporting Issuers with respect to material changes;

AND WHEREAS National Flour Mills Limited (“the Respondent”), following the resignation of Mrs. Andra Emamdee-Balgobin from the position of Head, Finance and Accounting, filed with the Commission and published the following documents past the respective due dates:

- i. Form No. 10 – Material Change Reports;
- ii. A copy of the notice of material change in two (2) daily newspapers; and
- iii. Copies of the notice published in the newspapers.

AND WHEREAS staff of the Commission (“the Staff”) advised the Respondent that it was in contravention of Sections 64(1)(a), (b) and (c) of the Act by failing to file with the Commission and publish the aforementioned documents, within the prescribed timeframes;

AND WHEREAS the Respondent acknowledged that it was in contravention of Sections 64(1)(a), (b) & (c) of the Act and entered into a settlement agreement with the Staff (“the Settlement Agreement”);

AND WHEREAS pursuant to the Settlement Agreement, which was approved by the Settlement Panel and the Board of Commissioners, the Respondent shall pay the sum of Eleven Thousand Six Hundred Trinidad and Tobago Dollars (TT\$11,600.00) to the Commission within twenty-eight days (28) of the making of this Order.

AND UPON the Board of Commissioners considering the terms of the Settlement Agreement dated September 8, 2022 and being satisfied that the making of this Order is essentially procedural and does not require a Hearing pursuant to Section 159 of the Act.

IT IS HEREBY ORDERED THAT:

1. National Flour Mills Limited (“the Respondent”) has contravened Sections 64(1)(a), (b) and (c) of the Act;
2. Pursuant to Section 156(2) of the Act, the Respondent shall pay an administrative fine in the sum of Eleven Thousand Six Hundred Trinidad and Tobago Dollars (TT\$11,600.00) to the Commission within twenty-eight (28) days of the making of this Order; and
3. This Order shall be published in the Trinidad and Tobago Gazette and posted on the Commission’s website. A notice of the posting shall be published in two (2) daily newspapers of general circulation in Trinidad and Tobago.

BY ORDER OF THE COMMISSION